07-03-2002 U.S. DEPARTMENT OF COMMERCE RE Form PTO-1594 U.S. Patent and Trademark Office (Rev. 03/01) 102143756 OMB No. 065' -0027 (exp. 5/31/2002) To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof. 1. Name of conveying party(ies): 2. Name and address of receiving party(ies) Name: ANDRE-BOUDIN BAKERIES, INC. 6-26-02 LAURA TODD OF AMERICA Internal Address: Association Individual(s) Street Address: 132 Hawthorne Street General Partnership Limited Partnership City: San Francisco State: CA Zip: 94107 Corporation-State (CA) Other Individual(s) citizenship_____ Association Additional name(s) of conveying party(ies) attached? Yes No General Partnership_____ 3. Nature of conveyance: Limited Partnership Corporation-State__California Merger Assignment Change of Name Security Agreement Other If assignee is not domiciled in the United States, a domestic Other representative designation is attached: Yes No (Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes V No Execution Date: 11-29-2001 4. Application number(s) or registration number(s): B. Trademark Registration No.(s) 1434132 A. Trademark Application No.(s) Yes 🗸 No Additional number(s) attached 6. Total number of applications and 5. Name and address of party to whom correspondence registrations involved: concerning document should be mailed: Name: _Anthony P. Vecino Internal Address:_____ Enclosed c/o Coblentz, Patch, Duffy & Bass LLP 8. Deposit account number: 222 Kearny Street, 7th Floor Street Address:_

7. Total fee (37 CFR 3.41).....\$_40.00 Authorized to be charged to deposit account

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City: San Francisco State: CA Zip: 94108-4510

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9. Signature.

Anthory P. Vecino, Attorney for Receiving Party

Nam∈ of Person Signing

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1434132 total number of pages including cover sheet, attachments, and document

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments

Washington, D.C. 20231

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ENDORSED - FILED in the office of the Secretary of State of the State of California

CERTIFICATE OF OWNERSHIP

DEC 3 1 2001

BILL JONES, Secretary of State

Laturence J. Strain and Eric L. Mersch certify that:

- 1. They are the President and the Secretary, respectively of Andre-Boudin Bakeries, Inc., a California corporation.
- 2. This corporation owns all the outstanding shares of Laura Todd of America, a California corporation.
- 3. This corporation owns all the outstanding shares of Steve's Drayage, a California corporation.
- 4. This corporation owns all the outstanding shares of Gelsi, Inc., a California corporation.
- 5. The Board of Directors of this corporation duly adopted the following resolution:

RESOLVED, that this corporation merge Laura Todd of America, Steve's Drayage and Gelsi, Inc., all its wholly-owned subsidiary corporations, into itself and assume all their obligations pursuant to Section 1110 of the California Corporations Code.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: \\\/29 ____, 2001

Laurence J. Strain, Its President

Eric L. Mersch, Its Secretary



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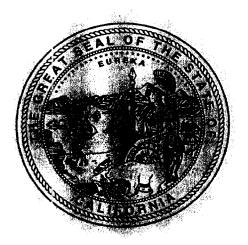




SECRETARY OF STATE

I. *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of ____ page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JAN 1 3 2002

Secretary of State

ec/State Form CE-107 (rev. 9/98)

RECORDED: 06/26/2002

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